## SECURITIES AND EXCHANGE COMMISSION

# **FORM FWP**

Filing under Securities Act Rules 163/433 of free writing prospectuses

Filing Date: **2007-12-04 SEC Accession No.** 0000950152-07-009424

(HTML Version on secdatabase.com)

# **SUBJECT COMPANY**

#### **CINTAS CORP**

CIK:723254| IRS No.: 311188630 | State of Incorp.:WA | Fiscal Year End: 0601 Type: FWP | Act: 34 | File No.: 333-136631-09 | Film No.: 071284658 SIC: 2320 Men's & boys' furnishes, work clothe, & allied garments

Mailing Address 6800 CINTAS BOULEVARD P O BOX 625737 CINCINNATI OH 45262

Business Address 6800 CINTAS BLVD P O BOX 625737 CINCINNATI OH 45262 5134591200

### FILED BY

#### **CINTAS CORP NO 2**

CIK:1182641| IRS No.: 31170380 | State of Incorp.:NV | Fiscal Year End: 0531

Type: **FWP** 

SIC: 2320 Men's & boys' furnishgs, work clothg, & allied garments

Mailing Address P.O. BOX 625737 CINCINNATI OH 45262 Business Address P.O. BOX 625737 CINCINNATI OH 45262 5135734013



**Issuer:** Cintas Corporation No. 2

**Guarantors:** Cintas Corporation and the subsidiary guarantors

**Anticipated Ratings:** A2 (Moody' s); A (S&P)

**Issue of Securities:** 6.125% Senior Notes due 2017

Principal Amount: \$250,000,000

**Coupon:** 6.125% per annum

**Interest Payment Dates:** Semi-annually on June 1 and December 1, commencing June 1, 2008

Maturity Date: December 1, 2017

**Treasury Benchmark:** 4.25% due November 15, 2017

US Treasury Yield: 3.889%

**Spread to Treasury:** 225 basis points

**Re-offer Yield:** 6.139%

Initial Price to Public: Per Senior Note: 99.898%; Total: \$249,745,000

**Underwriters Discount:** Per Senior Note: 0.650%; Total: \$1,625,000

Proceeds, before expenses, to us: Per Senior Note: 99.248%; Total: \$248,120,000

**Optional Redemption:** Make-whole Spread: 35 basis points

**Offer to Repurchase:** Upon the occurrence of both (i) a change of control of Cintas and (ii) a downgrade of the notes

below an investment grade rating by each of Moody's Investors Service, Inc. and Standard & Poor's Ratings Services within a specified period, Cintas will be required to make and offer to purchase the notes at a price equal to 101% of their principal amount, plus accrued and unpaid interest to the date

of repurchase.

**Minimum Denomination:** \$1,000 and integral multiples of \$1,000

**Expected Settlement Date:** December 7, 2007 (T+3)

CUSIP Number: 17252MAH3

ISIN Number: US17252MAH34

**Joint Book-Running Managers:** KeyBanc Capital Markets Inc. (\$106,250,000)

J.P. Morgan Securities Inc. (\$106,250,000)

Lazard Capital Markets LLC (\$12,500,000) Co-Managers:

Piper Jaffray & Co. (\$12,500,000)

Wells Fargo Securities, LLC (\$12,500,000)

The security ratings above are not a recommendation to buy, sell or hold the securities offered hereby. The ratings may be subject to revision or withdrawal at any time by Moody's Investors Service, Inc. and Standard and Poor's Ratings Services. Each of the security ratings above should be evaluated independently of any other security rating.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling KeyBanc Capital Markets Inc. at (866) 227-6479 or J.P. Morgan Securities Inc. at (212) 834-4533.